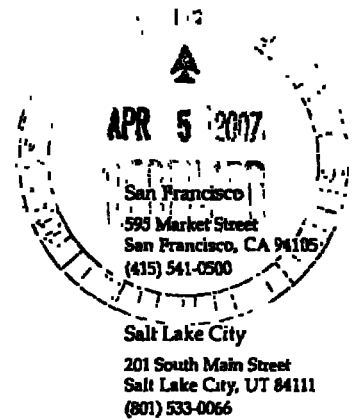


Law Offices of

CHAPMAN AND CUTLER LLP

Theodore S. Chapman
1877-1943
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April 4, 2007

RECORDATION NO. 26908 FILED

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-0001

APR 04 '07 -4 10 PM

SURFACE TRANSPORTATION BOARD

Re: Kansas City Southern de Mexico, S. de R.L. de C.V.
Lease of Railroad Equipment
(KCSM 2007-1)

Dear Mr. Williams:

I am enclosing for recording pursuant to Section 11301 of Title 49 of the United States Code, two original copies of the Memorandum of Equipment Lease Agreement (KCSM 2007-1), effective as of April 4, 2007, between High Ridge Leasing LLC, as lessor (the "*Lessor*"), and Kansas City Southern de Mexico, S. de R.L. de C.V., as lessee (the "*Lessee*"), a primary document as defined in the Surface Transportation Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are as follows:

Lessee: Kansas City Southern de Mexico, S. de R.L. de C.V.
Montes Urales #625
Col. Lomas de Chapultepec C.P.
11000 Mexico, DF
Attention: Director Jurídico Ejecutivo

Lessor: High Ridge Leasing LLC
201 High Ridge Road
Stamford, Connecticut 06905
Attention: Rail Portfolio

The equipment covered as of the date hereof by the aforesaid Memorandum of Equipment Lease Agreement consists of 30 GE ES44AC Locomotives bearing the reporting marks within the series KCSM 4650 through 4679, inclusive; all as specifically described in Exhibit A attached hereto.

Law Offices of
CHAPMAN AND CUTLER LLP

A short summary of the document to appear in the index follows:

Memorandum of Equipment Lease Agreement (KCSM 2007-1) between High Ridge Leasing LLC, as Lessor and Kansas City Southern de Mexico, S. de R.L. de C.V., as Lessee.

A fee of thirty-four dollars (\$34.00) is enclosed. Please time and date stamp the copy of the enclosed document along with the extra copy of this letter as proof of filing and recordation of the enclosed document and return the original and any extra copies of such document and this letter not needed by the Board for recordation to:

Robert Alvord, Esq.
Alvord and Alvord
1050 Seventeenth Street, N.W.
Suite 301
Washington, D.C. 20036

If you have any questions or need further information, please do not hesitate to contact the undersigned (312-845-2991).

Sincerely,

CHAPMAN AND CUTLER LLP

By Michael D. Robson
Michael D. Robson

Enclosures

APR 04 '07 -4 1 0 PM

**MEMORANDUM OF EQUIPMENT LEASE AGREEMENT
(KCSM 2007-1)**

SURFACE TRANSPORTATION BOARD

Memorandum of Equipment Lease Agreement (KCSM 2007-1), effective as of April 4, 2007, by and between High Ridge Leasing LLC, a Delaware limited liability company, as Lessor ("*Lessor*"), and Kansas City Southern de Mexico, S. de R.L. de C.V., a corporation incorporated under the laws of Mexico, as Lessee ("*Lessee*").

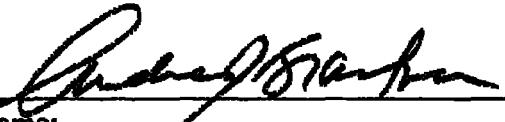
WITNESSETH:

The undersigned have entered into that certain Equipment Lease Agreement (KCSM 2007-1), dated as of April 4, 2007 (the "*Lease Agreement*"), whereby the Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor certain railroad equipment bearing reporting marks as listed on Exhibit A attached hereto, effective as of the date first set forth hereinabove and subject to the term defined in said Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed by their respective officers duly authorized as of the date and year first above written.

HIGH RIDGE LEASING LLC

By: General Electric Capital Corporation, its
Member

By: 
Name: **ANDREA J. BRANTNER**
Title: **ATTORNEY-IN-FACT**

Executed on this ____ day of March, 2007.

KANSAS CITY SOUTHERN DE MEXICO, S. DE R.L.
DE C.V.

By: _____
Name:
Title:

Executed on this ____ day of March, 2007.

IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed by their respective officers duly authorized as of the date and year first ábove written.

HIGH RIDGE LEASING LLC

By: General Electric Capital Corporation, its
Member

By: _____
Name:
Title:

Executed on this ____ day of _____,
2007.

KANSAS CITY SOUTHERN DE MEXICO, S. DE R.L.
DE C.V.

By Paul J. Weyandt
Name: Paul J. Weyandt
Title: Attorney-in-Fact and Treasurer

Executed on this 2nd day of April,
2007.

STATE OF CONNECTICUT)
) SS.:
COUNTY OF FAIRFIELD)

On this, the 29th day of March, 2007, before me, a Notary Public in and for said County and State, personally appeared Andrea J. Brantner, who being by me duly sworn, says that she is an Attorney in Fact of GENERAL ELECTRIC CAPITAL CORPORATION, the Sole Member of HIGH RIDGE LEASING LLC, that said instrument was signed on March 29, 2007 on behalf of said Member; and she acknowledged that the execution of the foregoing instrument was the free act and deed of said Member.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Mary Anne C. Huhtanen
Name: **MARY ANNE HUHTANEN**
Notary Public **NOTARILY PUBLIC**
My Commission Expires: **MY COMMISSION EXPIRES MAR. 31, 2010**
Residing in Fairfield, CT

STATE OF _____)
) SS.:
COUNTY OF _____)

On this ____ day of March, 2007, before me personally appeared _____ to me personally known, who being by me duly sworn, says that (s)he is the _____ of KANSAS CITY SOUTHERN DE MEXICO, S. DE R.L. DE C.V., that said instrument was signed on March ____, 2007, on behalf of said corporation by authority of its Board of Managers; and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Name:
Notary Public –
My Commission Expires:
Residing in

(SEAL)

STATE OF _____)
) SS.:
COUNTY OF _____)

On this, the ____ day of _____, 2007, before me, a Notary Public in and for said County and State, personally appeared _____, who being by me duly sworn, says that (s)he is the _____ of General Electric Capital Corporation, the sole member of HIGH RIDGE LEASING LLC, that said instrument was signed on _____, 2007 on behalf of said limited liability company by authority of its members or managers; and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.

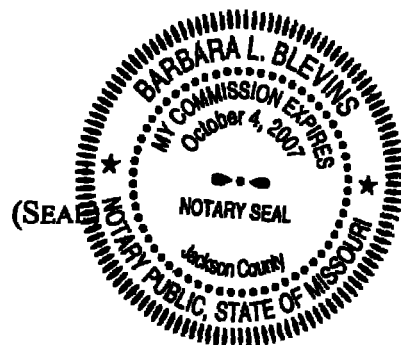
IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Name:
Notary Public
My Commission Expires:
Residing in _____

STATE OF MISSOURI)
) SS.:
COUNTY OF JACKSON)

On this 2nd day of April, 2007, before me personally appeared Paul J. Weyandt to me personally known, who being by me duly sworn, says that he is the Attorney-in-Fact and Treasurer of KANSAS CITY SOUTHERN DE MEXICO, S. DE R.L. DE C.V., that said instrument was signed on April 2, 2007, on behalf of said corporation by authority of its Board of Managers; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



Barbara L. Blevins
Name:
Notary Public -
My Commission Expires:
Residing in _____

EXHIBIT A

UNITS

EQUIPMENT	QUANTITY	REPORTING MARKS
GE ES44AC Locomotives	30	KCSM 4650 through KCSM 4679, inclusive

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

4/4/07



Robert W. Alvord